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COMMONWEALTH OF VIRGINIA

STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 25, 2003

APPLICATION OF

PPL PRISM, LLC

CASE NO. PUC-2003-00035

For a certificate of public convenience and necessity to provide interexchange telecommunications services and for interim operating authority

ORDER FOR NOTICE AND COMMENT AND GRANTING INTERIM OPERATING AUTHORITY

On March 19, 2003, PPL Prism, LLC ("PPL Prism" or "Applicant"), completed an application with the State Corporation Commission ("Commission") for a certificate of public convenience and necessity ("certificate") to provide interexchange telecommunications services throughout the Commonwealth of Virginia. The Applicant requests authority to price its interexchange telecommunications services on a competitive basis pursuant to § 56-481.1 of the Code of Virginia. The Applicant further requests interim operating authority to provide interexchange telecommunications services to customers of Cambrian Communications of Virginia LLC ("Cambrian") pursuant to Cambrian's tariffs on file with the

¹ Cambrian holds certificates of public convenience and necessity to provide local exchange and interexchange telecommunications services, T-555 and TT-150A, respectively, which were granted in Case No. PUC-2001-00017.

Commission's Division of Communications so that service remains uninterrupted to Cambrian's existing customers² pending the Commission's final determination in this proceeding.

NOW UPON CONSIDERATION of the application, the Commission is of the opinion and finds that PPL Prism's application should be docketed; that the Applicant should give notice to the public of its application; that interested parties should have an opportunity to comment and request a hearing on PPL Prism's application; that the Commission Staff should conduct an investigation into the reasonableness of the application and present its findings in a Staff Report; and that PPL Prism should be granted interim operating authority.

Accordingly, IT IS ORDERED THAT:

- (1) This case is docketed and assigned Case No. PUC-2003-
- (2) PPL Prism is hereby granted interim operating authority to provide interexchange telecommunications services to existing Cambrian customers pursuant to Cambrian's tariffs on file with the Commission's Division of Communications until such time as the Commission renders a final order in this proceeding.

2

² PPL Prism is purchasing substantially all of Cambrian's telecommunications assets in several East Coast states, including the Commonwealth of Virginia and the District of Columbia. PPL Prism and Cambrian have agreed to complete this transaction on March 31, 2003.

(3) On or before April 14, 2003, the Applicant shall complete publication of the following notice to be published on one (1) occasion as classified advertising in newspapers having general circulation throughout the Applicant's proposed service territory:

NOTICE TO THE PUBLIC OF AN APPLICATION BY PPL PRISM, LLC, FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICES THROUGHOUT THE COMMONWEALTH OF VIRGINIA CASE NO. PUC-2003-00035

On March 19, 2003, PPL Prism, LLC ("PPL Prism" or "Company"), filed an application with the State Corporation Commission ("Commission") for a certificate of public convenience and necessity ("certificate") to provide interexchange telecommunications services throughout the Commonwealth of Virginia. The Company requested authority to price its interexchange telecommunications services on a competitive basis pursuant to § 56-481.1 of the Code of Virginia.

PPL Prism also requested, and was granted, interim operating authority to provide interexchange telecommunications services to existing customers of Cambrian Communications of Virginia LLC ("Cambrian") pursuant to Cambrian's existing tariffs. PPL Prism is purchasing substantially all of Cambrian's telecommunications assets; and, pending the Commission's final determination of the Company's application, interim operating authority will allow service to remain uninterrupted.

Copies of the application are available for public inspection between the hours of 8:15 a.m. and 5:00 p.m., Monday through Friday, in the Commission's Document Control Center located on the first floor of the

Tyler Building, 1300 East Main Street, Richmond, Virginia, or can be ordered from PPL Prism's counsel, Richard D. Gary, Esquire, Hunton & Williams, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074.

Any person desiring to comment on PPL Prism's application for a certificate to provide interexchange telecommunications services may do so by directing such comments in writing on or before April 30, 2003, to the Clerk of the Commission at the address set forth below and shall serve a copy of the same on or before April 30, 2003, upon PPL Prism's counsel at the address set forth above.

Any person may request a hearing on PPL Prism's application by filing an original and fifteen (15) copies of its request for hearing on or before April 30, 2003, with the Clerk of the Commission at the address set forth below. Requests for hearing must state with specificity why a hearing should be conducted. Persons filing a request for hearing shall serve a copy of their request on or before April 30, 2003, upon PPL Prism's counsel at the address set forth above.

All written communications to the Commission concerning PPL Prism's application should be directed to Joel H. Peck, Clerk of the State Corporation Commission, c/o Document Control Center, P.O. Box 2118, Richmond, Virginia 23218, and must refer to Case No. PUC-2003-00035.

PPL PRISM, LLC

(4) On or before April 14, 2003, Applicant shall provide a copy of the notice contained in Ordering Paragraph (3) to each local exchange telephone carrier certificated in Virginia and

each interexchange carrier certificated in Virginia by personal delivery or first-class mail, postage prepaid, to the customary place of business. Lists of all current local exchange and interexchange carriers in Virginia are attached to this Order as Appendices A and B, respectively.

- (5) Any person desiring to comment in writing on PPL Prism's application for a certificate to provide interexchange telecommunications services may do so by directing such comments on or before April 30, 2003, to Joel H. Peck, Clerk of the State Corporation Commission, c/o Document Control Center, P.O. Box 2118, Richmond, Virginia 23218. On or before April 30, 2003, a copy of such comments shall be served on PPL Prism's counsel, Richard D. Gary, Esquire, Hunton & Williams, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074. Comments must refer to Case No. PUC-2003-00035.
- (6) On or before April 30, 2003, any person wishing to request a hearing on PPL Prism's application for a certificate to provide interexchange telecommunications services shall file an original and fifteen (15) copies of its request for hearing in writing with the Clerk of the Commission at the address set forth above. Written requests for hearing shall refer to Case No. PUC-2003-00035 and shall state the following: (i) a precise statement of the interest of the filing party; (ii) a statement of the specific action sought to the extent then known; (iii) a

statement of the legal basis for such action; and (iv) a precise statement why a hearing should be conducted in the matter.

Copies shall also be served on the Applicant at the address set forth above.

- (7) On or before May 9, 2003, the Applicant shall file with the Commission proof of notice and proof of service as ordered herein.
- (8) The Commission Staff shall analyze the reasonableness of PPL Prism's application and present its findings in a Staff Report to be filed on or before May 16, 2003.
- (9) On or before May 23, 2003, the Applicant shall file with the Clerk of the Commission an original and fifteen (15) copies of any responses to the Staff Report or parties' objections and requests for hearing. A copy of the response shall be delivered to Staff and the other parties by overnight delivery.
- interrogatories or data requests within seven (7) days after the receipt of the same. Parties shall provide to the Applicant, other additional parties, and Staff any workpapers or documents used in preparation of their requests for hearing promptly upon request. Except as so modified, discovery shall be in accordance with Part IV of the Commission's Rules of Practice and Procedure.

- (11) The Applicant shall respond promptly to requests from interested parties for copies of the Application and shall provide one copy of same free of charge to the requesting party.
- (12) This matter is continued for further orders of the Commission.